## ANNUAL REPORT

## LICENSEE: TRUMP PLAZA HOTEL \& CASINO

## ADDRESS: MISOISSIPPI AVENUE \& BOARDWALK

# FOR THE YEAR ENDED DECEMBER 31, 1992 

TO THE<br>CASINO CONTROL COMMISSION<br>OF The<br>STATE OF NEW JERSEY

NAME OF OFFICER IN CHARGE
OF CORRESPONDENCE REGARDING
THIIS QUARTERLY REPORT.
FRANCIS X. MCCARTHY, JR OFFICIAL TITLE...............................SENIOR VICE PRESIDENT OF FINANC
ADDRESS............................................MISSISSIPPI AVENUE \& BOARDWALK
ATLANTIC CITY, NJ 08401

# TRADING NAME OF LICENSEE: TRUMP PLAZA HOTEL \& CASINO LIST OF FORMS - ANNUAL REPORT 

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## BALANCE SHEETS

DECEMBER 31, 1992 AND 1991
(UNAUDITED)
(S IN THOUSANDS)
(S IN THOUSANDS)


The accompanying notes are an integral part of the financial statements. Valid comparisons cannot be made without using information contained in the notes.

# STATEMENTS OF INCOME 

FOR THE TWELVE MONTHS ENDED DECEMBER 31, 1992 AND 1991
(UNAUDITED)
( $\$$ IN THOUSANDS)


The accompanying notes are an integral part of the financial statements. Valid comparisons cannot be made without using information contained in the notes.

## STATEMENTS OF INCOME

FOR THE THREE MONTHS ENDED DECEMBER 31, 1992 AND 1991

| (UNAUDITED) (\$INTHOUSANDS) |  |  |  |
| :---: | :---: | :---: | :---: |
| (a) |  | (c) 1992 | (d) 1991 |
|  | $\frac{\text { DESCRIPTION }}{\text { (b) }}$ |  |  |
| 1 | Revenue:Casino.. |  |  |
| 2 |  | \$ 59,659 | \$ 54,391 |
| 3 | Food and beverage. | 3,958 | 6,331 |
| 4 | Other.................. | 10,234 | 10,664 |
| 5 | Total revenue | 1,791 | 1,805 |
| 6 | Less: Promotional allowa | 75,642 | 73,191 |
| 7 | Net revenue. | 8,948 | 8,722 |
|  | Nel | 66,694 | 64,469 |
|  | Costs and Expenses: |  |  |
| 8 | Costs of goods and services |  |  |
| 9 | Selling, general, and administra | 38,379 | 36,939 |
| 10 | Provision for doubtful accounts. | 18,713 | 18,773 |
| 11 | Total costs and expenses. | (392) | 1,010 |
| 12 | Gross Operating Profit....... | 56,700 | 56,722 |
| 13 | Depreciation and amortization. | 9,994 | 7,747 |
|  | Charges from affiliates other than interest | 3,911 | 4,109 |
| 14 | Management fees......................................NOTE 1B.. | 250 |  |
| 15 | Other................................................................. NOTE 14 |  |  |
| 16 | Income (Loss) from Operation | 535 | 2,032 |
|  | Income (Loss) from Operation | 5,298 | 1,606 |
| 17 | Other Income (Expenses): <br> Interest (expense) - affiliates |  |  |
| 18 | Interest (expense) - external | $(6,750)$ | $(7,241)$ |
| 19 | Investment alternative tax and | (832) | $(1,274)$ |
| 20 | (expense) - net. <br> Nonoperating income (expense) - net (S...................... | (230) | (575) |
| 21 |  | (436) | $(15,490)$ |
| 22 |  | $(8,248)$ | $(24,580)$ |
| 23 | Provision (credit) for income taxes and Extraordinary lte | $(2,950)$ | $(22,974)$ |
| 24 | Income (Loss) before Extraordinary Items...............NOTE | (240) | $(2,022)$ |
| 25 | Extraordinary items (net of income taxes | $(2,710)$ | $(20,952)$ |
|  | $\text { 1992, } \$-; 1991, \$-) . . . . . . . . . . .$ |  |  |
| 26 | Net Income (Loss)....... | $(2,710)$ | $(20,952)$ |

The accompanying notes are an integral part of the financial statements. Valid comparisons cannot be made without using information contained in the notes.

# STATEMENTS OF CHANGES IN PARTNERS' OR PROPRIETOR'S EQUITY 

FOR THE TWELVE MONTHS ENDED DECEMBER 31, 1992 AND 1991
(UNAUDITED)
(\$ IN THOUSANDS)


The accompanying notes are an integral part of the financial statements. Valid comparison cannot be made without using information contained in the notes.

## STATEMENTS OF CASH FLOWS

FOR THE TWELVE MONTHS ENDED DECEMBER 31, 1992 AND 1991
(UNAUDITED)
(\$ IN THOUSANDS)


## SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION

|  | Cash Paid During Period For: Interest (net of amount capitalized) Income taxes. |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
| 27 |  | \$ | 25,310 | \$ | 34,533 |
| 28 |  | \$ | 25,310 | \$ | 34,533 |

The accompanying notes are an integral part of the financial statements. Valid comparison cannot be made without using information contained in the notes.

## STATEMENTS OF CASH FLOWS

FOR THE TWELVE MONTHS ENDED DECEMBER 31, 1992 AND 1991
(UNAUDITED)
(\$ IN THOUSANDS)

| LINE <br> (a) | $\begin{aligned} & \text { DESCRIPTION } \\ & \text { (b) } \end{aligned}$ | (c) 1992 | (d) 1991 |
| :---: | :---: | :---: | :---: |
| 29 |  | \$ (35,787) | \$ (29,230) |
| 30 |  | 15,211 | 15,270 |
| 31 |  | 631 | 923 |
| 32 |  | - | - |
| 33 |  | - | - |
| 34 |  | (233) | $(2,801)$ |
| 35 |  | (34) | 105 |
| 36 |  | 2,003 | 2,445 |
| 37 |  | - |  |
| 38 |  |  |  |
|  |  | 4,774 | 5,135 |
| 39 |  | (167) | 200 |
| 40 |  | 778 | 1,370 |
| 41 |  | (958) | $(1,701)$ |
| 42 |  | $(1,373)$ | (641) |
| 43 |  | 3,967 | 6,890 |
| 44 |  |  |  |
|  |  | - | 10,850 |
| 45 |  | 38,205 | - |
| 46 |  | - | - |
| 47 |  | 27,017 | 8,815 |

SUPPLEMENTAL SCHEDULE OF NONCASH INVESTING AND FINANCING ACTIVITIES

|  | Acquisition of Property and Equipment: |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
| 48 | Additions to property and equipment... | \$ | $(8,643)$ | \$ | $(5,763)$ |
| 49 | Less: Capital lease obligations incurred. |  | 1,524 |  |  |
| 50 | Cash Outflows for Property and Equipment | \$ | $(7,119)$ | \$ | (5,763) |
| 51 | Acquisition of Business Entities: Property and equipment acquired. | \$ | - | \$ | - |
| 52 | Goodwill acquired....................... |  | - |  | - |
| 53 | Net assets acquired other than cash, goodwill, and property and equipment. |  | - |  | - |
| 54 | Long-term debt assumed. |  | - |  | - |
| 55 | Issuance of stock or capital invested. |  | - |  | - |
| 56 | Cash Outflows to Acquire Business Entities. | \$ | - | \$ | - |
| 57 | Stock Issued or Capital Contributions: Total issuances of stock or capital contribution. | \$ | - | \$ | - |
| 58 | Less: Issuances to settle long-term debt. |  | - |  | - |
| 59 | Consideration in acquisition of business entities |  | - |  | - |
| 60 | Cash Proceeds from Issuing Stock or Capital Contributions. | \$ | - | \$ | - |

[^0]
## NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

## A. Organization

Trump plaza Associates, (the "Company"), doing business as Trump plaza Hotel and Casino ("Trump Plaza") was organized in June 1982 as a general partnership under the laws of the State of New Jersey for the purpose of acquiring, completing the construction of and operating Trump plaza. In return for the proceeds of the 12 7/8\% First Mortgage Bonds (the "Old Bonds"), the Company issued a promissory note (the "Old Partnership Note") to Trump Plaza Funding, Inc. ("TPF") in a principal amount equal to the aggregate principal amount of the old Bonds and with similar payment terms. In addition, the Company directly guaranteed the payments of the principal of, premium, if any, and interest on the old Bonds (the "Old Guaranty"). As part of a prepackaged plan of reorganization under Chapter 11 of the United States Bankruptcy Code (the "Plan") Consummated on May 29, 1992 (the "Effective Date") the Old Partnership Note and the Old Guaranty were discharged, and the Company issued a new promissory note (the "Partnership Note") and a new non-recourse guaranty (the "Guaranty") to reflect the terms of the $12 \%$ Mortgage Notes (the "New Bonds"). See Note 1B - Plan of Reorganization.

## B. Plan of Reorganization

As of December 31, 1991 the Partnership was experiencing a liquidity problem, had incurred losses in the past two years, had negative working capital of $\$ 262,258,000$ and had filed a Plan which created a technical default under the Bond Indenture. As a result, the Old Partnership Note and the Promissory Notes were classified as current liabilities as of December 31, 1991 (See Notes 8 and 9). These factors resulted from an overall deterioration in the Atlantic City gaming market as indicated by reduced rates of casino growth for the industry for the last three years, aggravated by an economic recession in the Northeast, a significant increase in capacity in the Atlantic City gaming market and less than anticipated revenues at Trump Plaza.

On March 9, 1992, the Company filed the Plan under Chapter 11 of the United States Bankruptcy Code of 1978, as amended. The plan was confirmed by order of the United States Bankruptcy Court for the District of New Jersey on April 30, 1992, and consummated on May 29, 1992.

On May 29, 1992, each $\$ 1,000$ principal amount of the Old Bonds and $11 \%$ Notes ("Notes") were exchanged for $\$ 900$ principal amount of New Bonds, twelve shares of 9.34\% Participating Cumulative Redeemable Preferred Stock, with a liquidation value of $\$ 25$ per share (the "Preferred Stock") and twelve shares of Common Stock, par value $\$ .00001$ per share (the "Common Stock"). Each share of Preferred Stock trades as a unit with one share of Common Stock, such shares are transferable only as a unit (See Note 13 - Other Liabilities). The New Bonds mature on September 15, 2002 and are not subject to any sinking fund requirement. The company is required to redeem all outstanding shares of the Preferred Stock on September 15, 2004 at $\$ 25$ per share, plus accrued and unpaid dividends.

TRUMP PLAZA ASSOCIATES
NOTES TO FINANCIAL STATEMENTS

## Plan of Reorganization cont.:

The Plan resulted in the exchange of $\$ 250,000,000$ of Old Bonds and Notes for $\$ 225,000,000$ of New Bonds and $\$ 75,000,000$ liquidation preference of Preferred Stock. In accordance with AICPA Statement of Position 90-7, "Financial Reporting by Entities in Reorganization under the Bankruptcy Code", the New Bonds and Preferred Stock have been stated at the present value of amounts to be paid, determined at current interest rates (effective rate of approximately $12 \%$ and $13 \%$, respectively). The effective interest rate of the New Bonds and Preferred Stock was determined based on the trading price for a specified period subsequent to issuance. Stating the New Bonds and Preferred Stock at their approximate present value of $\$ 225,000,000$ and $\$ 57,750,000$, respectively, resulted in an extraordinary loss of approximately $\$ 32,750,000$ (See Note 15 - Extraordinary Loss).

On the Effective Date, TPF, which theretofore had no interest in the Company, received a $50 \%$ beneficial interest in TP/GP, a New Jersey Corporation ("TP/GP"), and TPF and TP/GP were admitted as partners of the Company. Pursuant to the terms of the Partnership Agreement, TPF was issued the Preferred Partnership Interest, which provides TPF with the Preferred Distribution which is designed to provide the Company with distributions sufficient to pay required dividends on, and the redemption price of, the Preferred stock and administrative expenses. TP/GP became the managing general partner of the Company, and through its Board of Directors, manages the affairs for the company.

Pursuant to the terms of the Partnership's Amended and Restated Partnership Agreement executed on the Effective Date (the "Partnership Agreement"), the Company is required to pay (i) its taxes attributable to (a) distributions that TpF receives from the Company and (b) TPF's interest in the Company's earnings, (ii) its officers and directors fees and any amounts required to be paid to directors pursuant to indemnification obligations, (iii) premiums on a directors and officers liability insurance policy, and (iv) other reasonable general and administrative expenses. The required distributions are a non-recourse obligation of the company. TPF is also entitled to receive, to the extent there is Cash Available for Preferred Distribution (as such term is defined in the Partnership Agreement), the Preferred Distribution in an amount sufficient to pay dividends on the Preferred Stock. If the Preferred Distribution has been made in full, the company, on or after March 31 of any year commencing March 31, 1993, is required, subject to certain conditions, to distribute $10 \%$ of the first $\$ 20,000,000$ of Excess Available Cash, as defined, and $50 \%$ of Excess Available Cash, as defined, in excess of $\$ 20,000,000$ for the immediately preceding calendar year to Donald J. Trump. Among the conditions which must be satisfied in order for there to be a distribution of a portion of Excess Available Cash, as defined, to Donald J. Trump, are that specified percentages of Excess Available Cash, as defined, be used by the Company to purchase and retire New Bonds and Preferred Stock and that the Company have at least $\$ 10,000,000$ of working capital after giving effect to any such distribution to Donald J. Trump.

On the Effective Date, the Company entered into a services agreement with Trump Plaza Management Corp. ("TPM"), a corporation beneficially owned by Donald J. Trump (the "Services Agreement"). The Services Agreement provides that TPM will provide to the Company, from time to time when reasonably requested, consulting and other services on a non-exclusive basis, relating to marketing, advertising, promotional and other similar and related services (the "Services") with respect to the business and operations of the company. TPM is not required to devote any prescribed amount of time to the performance of its duties. In consideration for the services, the

## Plan of Reorganization cont.:

Company pays TPM each year an annual fee of $\$ 1,000,000$ in equal monthly instaliments, and reimburses TPM on a monthly basis for all reasonable out-of-pocket expenses incurred by TPM in performing its obligations under the Services Agreement, up to certain amounts. Under this agreement $\$ 708,000$ was charged to expense in 1992.

## C. Gaming Revenues

Gaming revenues represent the net win from gaming activities which is the difference between amounts wagered and amounts won by patrons. During 1992, certain Progressive Slot Jackpot Programs were discontinued which resulted in $\$ 4,100,000$ of related accruals being taken into income.
D. Promotional Allowances

Total (gross) revenues include the retail value of complimentary food, beverage and hotel services furnished to patrons. The retail value of these promotional allowances is deducted from gross revenues to arrive at new revenues. The cost of promotional allowances is charged to operations.

## E. Inventories

Inventories of provisions and supplies are valued at the lower of cost (weighted average) or market.

## F. Property and Equipment

Property and equipment is carried at cost and is depreciated on the straight-iine method using rates based on the following estimated useful lives:

| Building and improvements | 40 years |
| :--- | ---: |
| Furniture, fixtures and equipment | $3-10$ years |
| Leasehold improvements | $10-40$ years |

Interest associated with borrowings used to finance construction projects has been capitalized and is being amortized over the estimated useful life of the assets.
G. Land Rights

Land rights represent the fair value of such rights, at the time of contribution, of certain land leases contributed to the company by the Trump plaza corporation, an affiliate of the Company. These rights are being amortized over the period of the underlying operating leases which extend through 2078.
H.

Income taxes are provided in accordance with Statements of Financial Accounting Standards No. 109.

The accompanying financial statements do not include a provision for Federal income taxes, since any income or losses allocated to $i$ ts partners are reportable for Federal income tax purposes by such partners.

Under the New Jersey Casino Control Commission regulations, the Company is required to file a consolidated New Jersey corporation business tax return. Accordingly, a benefit for state income taxes has been reflected in the accompanying financial statements.

Deferred State income taxes result primarily from differences in the timing of reporting of depreciation for tax and financial statement purposes.

## I. Fair Value of Financial Instruments

The carrying amount of the following financial instruments of the company approximates fair value, as follows: (a) cash and cash equivalents, accrued interest receivables and payables and the Harrah's note payable are based on the short term nature of these financial instruments. (b) CRDA bonds and deposits are based on the allowances to give effect to the below market interest rates.

The estimated fair values of other financial instruments are as follows:

December 31, 1992
Carrying Amount Fair Value

Preferred Stock (a)
$12 \%$ Mortgage Bonds (a)

$$
\begin{array}{ll}
\$ 58,092,000 & \$ 70,500,000 \\
\$ 225,000,000 & \$ 225,000,000 \\
\$ 17,500,000 & \$ 12,000,000
\end{array}
$$

Regency Note (b)
(a) The fair values of the Preferred Stock and Mortgage Bonds are based on quoted market prices obtained by the Company from its investment advisor.
(b) The fair value of the Regency Note is based on the amount that the Company expects to pay resulting from the early payment of the Note from the proceeds of the proposed offering of Mortgage Notes and Units (See Note 14E).

There are no quoted market prices for the Company's mortgage notes and other notes payable and a reasonable estimate could not be made without incurring excessive costs.

## J. Statement of Cash Flows

For purposes of the statements of cash flows, the Company considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

## TRUMP PLAZA ASSOCIATES <br> NOTES TO FINANCIAL STATEMENTS

## K. Reclassifications

Certain reclassifications were made to the 1991 financial statements to present them on a basis consistent with the 1992 classification.

## NOTE 2: PREPAID EXPENSES AND OTHER CURRENT ASSETS

Prepaid expenses and other current assets as of December 31 consisted of the following:

|  | 1992 |  | 1991 |  |
| :---: | :---: | :---: | :---: | :---: |
| Prepaid taxes \$ 444,000 |  |  |  |  |
| Prepaid insurance | \$ | 444,000 | \$ | 423,000 |
| Prepaid transportation costs |  | 670,000 |  | 734,000 |
| Prepaid rent |  | 12,000 |  | 94,000 |
| Prepaid advertising costs |  | 124,000 |  | 159,000 |
| Prepaid CRDA expense |  | 306,000 |  | 150,000 |
| Prepaid service contracts |  | 516,000 |  | 1,147,000 |
| Prepaid sewerage costs |  | 80,000 |  | 105,000 |
| Prepaid entertainment |  | 104,000 |  | 129,000 |
| Other |  | 246,000 |  | 133,000 |
|  |  | 246,000 |  | 206,000 |
|  |  | $502 \pm \pm 000$ |  | $\underline{280}=0000$ |

NOTE 3: INVESTMENTS, ADVANCES AND RECEIVABLES
Investments, advances and receivables as of December 31 consisted of the following:

| Advances due from - | 1992 | 1991 |
| :---: | :---: | :---: |
| Trump Seashore Associates The Trump Organization | \$1,153,000 | \$1,415,000 |
| Trump Crystal Tower Associates |  | 14,000 |
| Other Affiliated Companies |  | 285,000 |
| Casino reinvestment bonds and escrow deposit, net of valuation adjustment- | - | 9,000 |
| (1992) \$1,934,000; (1991) \$1,392,000 | 3,868,000 | 2,789,000 |
|  | \$ $5_{2} \leq 0210 \pm 0000$ | \$ $4,512,000$ |

NOTE 4: PROPERTY AND EQUIPMENT - NET
Property and equipment as of December 31 consisted of the following:

|  | 1992 | 1991 |
| :---: | :---: | :---: |
| Land and land improvements Buildings | \$ 34,906,000 | \$ 34,760,000 |
| Furniture, fixtures | 293,908,000 | 292,364,000 |
| Leasehold improvements | 74,623,000 | 69,968,000 |
| construction in progress | 2,378,000 | 2,378,000 |
| construction in progress | 3,924,000 | 2,437,000 |
| Less - Accumulated depreciation \& amortization | 409,739,000 | 401,907,000 |
| Net property and equipment | $(109,473,000)$ | (95,073,000) |
| Net property and equipment | \$300,266,000 | \$306,834,000 |

NOTE 5: OTHER ASSETS
Other assets as of December 31 consisted of the following:

|  | 1992 | 1991 |
| :---: | :---: | :---: |
| Land rights, net <br> Debt issuance costs, net <br> Deposits <br> Other deferred charges | \$ 30,428,000 | \$ 30,797,000 |
|  | - | 5,568,000 |
|  | 1,285,000 | 621,000 |
|  | 2,169,000 | 2,024,000 |
|  |  | \$ $=39,010,000$ |

## NOTE 6: OTHER ACCRUED EXPENSES

Other accrued expenses as of December 31 consisted of the following:

```
Accrued payroll
Accrued progressive jackpot liabilities
Accrued interest
Accrued gaming taxes payable
Accrued Casino Control Commission &
    Division of Gaming Enforcement fees
Accrued utilities
Accrued union benefits
Accrued health insurance benefits
Accrued sales, use & luxury tax
Accrued professional costs
Accrued special event costs
Accrued repairs & maintenance cost
Accrued restructuring expense
Accrued preferred stock dividends
Distribution payable on preferred
    stock to Trump Plaza Funding, Inc.
Other
```

| 1992 | 1991 |
| :---: | :---: |
| \$ 5,760,000 | \$ 6,206,000 |
| 1,000,000 | 5,189,000 |
| 8,024,000 | 1,495,000 |
| 438,000 | 353,000 |
| 580,000 | 819,000 |
| 366,000 | 206,000 |
| 297,000 | 311,000 |
| 1,645,000 | 375,000 |
| 133,000 | 170,000 |
| 1,942,000 | 1,904,000 |
| 934,000 | 587,000 |
| 95,000 | 183,000 |
| 1,414,000 | - |
| 2,026,000 | - |
| 2,086,000 | - |
| 1,747,000 | 1,895,000 |
| $\leqslant=28 \pm 480$ | S $=19.693 .4000$ |

## NOTE 7: OTHER CURRENT LIABILITIES

Other current liabilities as of December 31 consisted of the following:

|  | 1992 |  | 1991 |  |
| :---: | :---: | :---: | :---: | :---: |
| Unredeemed chip/token liability | \$ | 1,788,000 |  | 3,353,000 |
| Patron deposits |  | 835,000 |  | 275,000 |
| Casino reinvestment liability |  | 753,000 |  | 154,000 |
| Reserve for insurance claims |  | 2,153,000 |  | 2,135,000 |
| Advance room/theatre deposits |  | 104,000 |  | 281,000 |
| Advances due to Trump Castle Associates |  | 333,000 |  | 345,000 |
| Advances due to Trump Penthouse Parcel |  | 87,000 |  | 26,000 |
| Advances due to Seashore Four Associates |  | 592,000 |  | 665,000 |
| Advances due to Taj Mahal Associates |  | 50,000 |  | 222,000 |
| Unclaimed wages |  | 328,000 |  | 308,000 |
| Other |  | 48,000 |  | 22,000 |
|  | \$ | $\underline{7} \pm \underline{071}=\underline{=1000}$ | \$ | $\underline{7}+786=000$ |

## NOTE 8: LONG-TERM DEBT-DUE TO AFFILIATES

Long-term debt-due to affiliates as of December 31 consisted of the following:

|  | 1992 | 1991 |
| :---: | :---: | :---: |
| 12\% Partnership note, interest payable semi-annually, maturing in 2002. | \$225,000,000 | \$ |
| 12 7/88 Partnership note, interest payable semi-annually, maturing in 1998. | - | 225,000,000 |
| Less-current maturities | $\underline{-}$ | 225,000,000 |
|  | \$225,000,000 | \$ - |

On May 29, 1992 TPF issued $\$ 900$ principal amount of New Bonds, among other securities, in exchange for each $\$ 1,000$ principal amount of the outstanding old Bonds and the Company's Notes to Belmont Fund L.P., a Bermuda Limited Partnership ("Belmont") and Fidelity Capital, an investment Fund ("Fidelity"), a mutual fund business trust (see Note 1B). This resulted in an exchange of $\$ 250,000,000$ of old Bonds and Notes for $\$ 225,000,000$ of New Bonds, the Preferred Stock and the Common Stock. In exchange for the New Bonds, the Company issued a Partnership Note to TPF.

The New Bonds mature on September 15, 2002, and are not subject to any sinking fund requirement. The New Bonds bear interest at the rate of $12 \%$ per annum from the date of issuance, payable semi-annually on each March 15 and September 15, commencing September 15, 1992. The New Bonds are secured by a mortgage (the "Amended Mortgage") on the assets constituting the real property owned and leased by the Company and substantially all of the Company's other fixed assets, all of which constitute the casino/hotel known as the Trump plaza. The lien of the Amended Mortgage ranks senior to the liens securing other indebtness of the Company other than certain existing mortgages, a working capital facility and certain other indebtness permitted by the New Indenture. In addition, the company issued its

## NOTE 8: LONG-TERM DEBT-DUE TO AFFILIATES, CONT.

non-recourse Guaranty of the payment of principal of, premium, if any, and interest on the New Bonds. The Guaranty is secured by a mortgage on the assets of the Company described above on a basis senior to the lien of the Amended Mortgage.

## NOTE 9: LONG-TERM DEBT - OTHER

Long-term debt - Other as of December 31 consisted of the following:

(A) Interest on the note accrues at the rate of $10 \%$ per annum and is payable monthly. The entire principal amount is due May $16,1993$.
(B) On the Effective Date, the Company rejected its lease of the Trump Regency Hotel (the "Regency Lease") and issued on that date a promissory note in the principal amount of approximately $\$ 17,500,000$ (the "Regency Note") in settlement of its obligations under the Regency lease. A charge of $\$ 10,850,000$ was incurred in the settlement (see Note 12). The Regency Note matures on March 15, 2003. The Regency Note bears interest payable semi-annually on unpaid principal at the rate of $9.14 \%$ per annum. Payments of principal in the amount of $\$ 1,000,000$ are due and payable annually from the Company commencing December 15, 1995 until maturity. In addition, Donald J. Trump has assigned a portion of his interest in Excess Available Cash, as defined, from the Company to be applied to further payments of principal

NOTE 9: LONG-TERM DEBT - OTHER CONT.
with respect to the Regency Note in each of 1996, 1997, 1998 and 1999 in the amounts of $\$ 2,000,000, \$ 3,000,000, \$ 4,000,000$ and the remaining amount due, respectively, with, and to the extent of, a portion of his share of Excess Available Cash, as defined. Any such payments would reduce the principal balance of the Regency Note. In addition, the Company agreed to continue to operate the Trump Regency Hotel at its expense until September 30, 1992.

The aggregate maturities of long-term debt - other in each of the years subsequent to 1992 are:

| 1993 | $\$ 9,980,000$ |
| :--- | ---: |
| 1994 | $1,443,000$ |
| 1995 | $3,791,000$ |
| 1996 | $1,534,000$ |
| 1997 | $3,021,000$ |
| Thereafter | $\underline{14,934,000}$ |
|  | $\$ 34, \underline{\underline{n}=\underline{=}=\underline{=}=000}$ |

The Company has a working capital facility under which up to $\$ 10,000,000$ may be borrowed by the Company solely for working capital purposes. At December 31, 1992 there were no outstanding borrowings under this working capital facility.

## NOTE 10: DEFERRED CREDITS

Deferred credits as of December 31,1992 and 1991 consisted of deferred state income taxes.

NOTE 11: INTEREST (EXPENSE) - AFEILIATES
Interest (Expense) - Affiliates for the twelve months ended December 31, 1992 and 1991 consisted of the $12-7 / 8$ \% Old Partnership Note and the applicable interest on the $12 \%$ New Partnership Note which was exchanged for the $127 / 8 \%$ Old Partnership Note on May 29, 1992, the Effective Date of the Plan.

NOTE 12: NONOPERATING INCOME (EXPENSE) - NET
Nonoperating income (expense) - net for the three months and twelve months ended December 31 consisted of the following:

|  | Three months ended 1992 1991 |  |  | Twelve months ended$1992 \quad 1991$ |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Interest income | \$ 136,000 | \$ | 208,000 | \$ | 487,000 | \$ | 612,000 |
| property and equipment Regency Lease Settlement | - | 1 | 10,000) |  | 34,000 | 1 | 105,000) |
| Claim (see Note 9) | - |  | , 850,000) |  | - |  | (0,850,000) |
| Litigation expense | $(320,000)$ |  | 3,968,000) |  | (1,462,000) |  | 3,968,000) |
| Restructuring cost | $(566,000)$ | 1 | 943,000) |  | (5,177,000) | ( | 943,000) |
| Other nonoperating income | 314,000 |  | 73,000 |  | 535,000 |  | 420,000 |
|  | \$ (436,000) | \$(15 | ,490,000) | \$( | ,583,000) | \$(1 | 4,834,000) |

## NOTE 13: OTHER LIABILITIES

Other liabilities as of December 31 consisted of the following:

(A) On May 29, 1992, TPF issued its 9.34\% Preferred Stock and its Common Stock, together with New Bonds, of which both are non-recourse obligations of the company, in exchange for each $\$ 1,000$ Old Bonds and Notes Payable to Belmont and Fidelity (as more fully described in Note 8 - Long-term debt due to Affiliates). Each share of the Common Stock trades as a unit with the Preferred Stock with which it was issued, and is subject to mandatory redemption at a price of $\$ .00001$ per share at the time such Preferred Stock is redeemed.

The Preferred Stock has a liquidation preference of $\$ 25$ per share. Regular semi-annual dividends on each share of Preferred stock of $\$ 2.335$ per annum accrue from the date of issuance, whether or not declared. Dividends on the preferred Stock, together with any tax liabilities, are payable by TPF in cash to the extent of certain required priority cash distributions to TPF by the Company (the "Preferred Distribution"). Under certain circumstances, all or a portion of the dividend payment on the Preferred stock may be paid in additional shares of Preferred Stock (including the related Common stock) and is subject to optional redemption, in whole or in part, at TPF's discretion at any time and to mandatory redemption on September 15,2004 , in each case at a redemption price of $\$ 25$ per share, plus accrued and unpaid dividends to the date of redemption. TPF has the right to acquire Preferred stock in the open market from time to time with Excess Available Cash, as defined, and any Preferred Stock so acquired will be retired. The Preferred Stock will be accreted over the respective periods to its face value at maturity.

## NOTE 14: COMMITMENTS AND CONTINGENCIES

## A. Leases

The Company leases property (primarily land), certain parking space, and various equipment under operating leases. Rent expense for the years ended December 31, 1992 and 1991 was $\$ 4,361,000$ and $\$ 11,219,000$ respectively, of which $\$ 2,127,000$ and $\$ 8,478,000$, respectively, relates to affiliates of the company.

## Note 14: COMMITMENTS AND CONTINGENCIES CONT.

Future minimum lease payments under the noncancelable operating leases are as follows:

|  | Total |  |  | Amounts Relating to Affiliates |
| :---: | :---: | :---: | :---: | :---: |
| 1993 | \$ | 3,100,000 | \$ | 1,900,000 |
| 1994 |  | 3,100,000 |  | 1,900,000 |
| 1995 |  | 3,325,000 |  | 2,125,000 |
| 1996 |  | 3,550,000 |  | 2,350,000 |
| 1997 |  | 3,550,000 |  | 2,350,000 |
| Thereafter |  | 277, 733,000 |  | 195,950,000 |
|  | \$ | 294,358,000 | \$ | 206,575,000 |

Certain of these leases contain options to purchase the leased properties at various prices throughout the leased terms. At December 31, 1992, the aggregate option price for these leases was approximately $\$ 30,500,000$.

## B. Casino Reinvestment Development Authority Obliqations

As a result of the April 1990 modified agreement and certain other agreements in 1992, the Company had for the twelve months ended December 31, 1992 and 1991, charged $\$ 1,358,000$ and $\$ 2,226,000$, respectively to operations to give effect to the utilization of tax credita received in connection with the donations. For the twelve months ended December 31, 1992 and 1991 the Company charged to operations $\$ 645,000$ and $\$ 219,000$ respectively to give effect to the below market interest rates associated with the CRDA bonds. Investments, advances and receivables also include $53,683,000$ of below market interest rate bonds issued by the CRDA and $\$ 2,119,000$ of deposits paid towards the purchase of below market interest rate bonds.

## C. Casino License Renewal

The operation of an Atlantic City hotel and casino is subject to significant regulatory controls which affect virtually all of its operations. Under the New Jersey Casino Control Act (the "Act") the Company is required to maintain certain licenses.

In May 1991, the New Jersey Casino Control Commission ("CCC") renewed the Company's license to operate Trump plaza. The license is not transferable, is issued for a term of two years and must be acted upon by the CCC no later than 30 days prior to the expiration of the license. The continued operation of the company are subject to its retaining its operating license.

TRUMP PLAZA ASSOCIATES

## Casino License Renewal, cont.

This license must be renewed in May, 1993, is not transferable and will include a review of the financial stability of the Company. Upon revocation, suspension for more than 120 days, or failure to renew the casino license, the Act provides for the mandatory appointment of a conservator to take possession of the hotel and casino's business and property, subject to all valid liens, claims and encumbrances.

## D. Proposed Leases

On February 2, 1993, the Company entered into an option agreement with Donald J. Trump, in consideration for $\$ 700,000$ to acquire the exclusive right to lease certain land adjacent to Trump plaza hotel and casino for fixed annual rent of approximately $\$ 3,100,000$, plus net expenses. The initial lease terms would be for 10 years, followed by six consecutive 10 year renewal options.

## E. Proposed Offering of Mortgage Notes and Units

TPF and the Company have filed a registration statement for the offering and sale of . $\$ 325,000,000$ Mortgage Notes and Trump Plaza Holding Associates ("Holding") a newly formed partnership, beneficially owned $100 \%$ by Donald J. Trump, has filed a Registration Statement for the offering of Units consisting of an aggregate of $\$ 50,000,000$ Pay-In-Kind Notes ("PIK Notes"), together with warrants to acquire an additional $\$ 10,000,000$ of $P I K$ Notes at no additional cost. The combined proceeds, together with cash on hand, will be used to repay the existing New Bonds, redeem the existing Preferred Stock units, repay certain other indebtness and to make a $\$ 50,000,000$ special distribution to Donald J. Trump. After giving effect to the issuance of the Mortgage Notes and Units and the proposed use of the proceeds, at December 31, 1992 on a pro forma basis, TPF, the Company and Holding would have had $\$ 393,732,000$ of combined indebtness. Prospective investors should consider, among other risks, the high leverage and fixed charges of TPF, the Company and Holding, pending litigation, the risks of refinancing and repayment of indebtness, the recent results of operations of the Company, Holding's capital structure and limitations on access to cash flow and assets of the Company and Holding. See "Risk Factors" section of the registration statements for additional information.

## Note 15: Extraordinary Loss:

The extraordinary loss consists of the effect of stating the New Bonds and Preferred Stock at current fair value ( $\$ 32,750,000$ See Note $1 B$ ) and the write-off of $\$ 5,455,000$ of unamortized loan costs relating to the old Bonds and Promissory Note.

## NOTE 16: PROVISION (CREDIT) FOR INCOME TAXES

The provision (credit) for state income taxes for the three and twelve months ended December 31, consisted of the following:

|  | Three months ended$1992 \quad 1991$ |  | Twelve months ended$1992 \quad 1991$ |  |
| :---: | :---: | :---: | :---: | :---: |
| Current | \$ | \$ | \$ | \$ (63,000) |
| Deferred | (240,000) | $(2,022,000)$ | (233,000) | (2,801,000) |
| Total | \$ 240,000 ) | \$ $2,022,000)$ | \$ 233,000 ) | \$ $2,864,000)$ |
|  | ======== | ========= | ======= | ========= |

TRUMP PLAZA ASSOCIATES
NOTES TO FINANCIAL STATEMENTS

Note 17: Employee Benefit Plans
The Company has a retirement savings plan for its nonunion employees under section 401 ( $K$ ) of the Internal Revenue Code. Employees are eligible to contribute up to $15 \%$ of their earnings to the plan and the Company will match $50 \%$ of an eligible employee's contributions up to a maximum of $4 \%$ of the employee's earnings. The company recorded charges of $\$ 699,000$ and $\$ 571,000$ for matching contributions for the years ended December 31, 1992 and 1991, reapectively.

The Company makes payments to various trusteed pension plans under industry-wide union agreements. The payments are based on the hours worked by or gross wages paid to covered employees. It is not practical to determine the amount of payments ultimately used to fund pension benefit plans or the current financial condition of these plans. Under the Employee Retirement Income Security Act, the Company may be liable for its share of the plans; unfunded liabilities, if any, if the plans are terminated. Pension expense for the years ended December 31,1992 and 1991 was $\$ 446,000$ and $\$ 433,000$, respectively.

## SCHEDULE OF RECEIVABLES AND PATRONS' CHECKS

DECEMBER 31, 1992
(UNAUDITED)
(\$ IN THOUSANDS)

| ए | ACCOUNTS RECEIVABLE BALANCES |  |  |  |
| :---: | :---: | :---: | :---: | :---: |
| LINE <br> (a) | DESCRIPIION <br> (b) | ACCOUNT BALANCE <br> (c) | Allowance <br> (d) | ACCOUNTS RECEIVABLE NET OF ALLOWANCE <br> (e) |
| 1 | Patrons' Checks: <br> Undeposited patrons' checks.... | \% 3,232 |  |  |
| 2 | Returned patrons' checkz. | 17.302 |  |  |
| 3 | Total patrons' checks | 20,534 | \$ 14,011 | \$ 6,523 |
| 4 | Hotel Receivables. | 1.537 | 391 | 1,146 |
| 5 | Other Receivables: <br> Receivables due from officers and employees | 31 |  | - |
| 6 | Receivables due trom affiliates. | - |  |  |
| 7 | Other accounts and notes receivables. | 170 |  |  |
| 8 | Total other receivables | 201 | - | 201 |
| 9 | Totals (Form 205). | \$ 22,272 | \$ 14,402 | $\$ \quad 7870$ |



## PROMOTIONAL EXPENSES AND ALLOWANCES

For the Three Months Ended December 31, 1992

|  | Promotional Allowances |  | Promotional Expenses |  |
| :---: | :---: | :---: | :---: | :---: |
|  | Number of Recipients | Dollar Amount | Number of Recipients | Dollar Anount |
| Rooms | 21,257 | \$2,454,000 | 1,265 | \$95,000 |
| Food | 220,716 | 2,869,000 | - | - |
| Beverage | 693,265 | 2,080,000 | - | - |
| Travel | - | - | 4,705 | 706,000 |
| Coin | - | - | 728,768 | 4,606,000 |
| Coupon | 195,107 | 1,065,000 | - | - |
| Entertainment | 13,900 | 278,000 | 1,508 | 60,000 |
| Retail \& Gifts | - | - | 43 | 425,000 |
| Other | 20,126 | 202,000 | 6,030 | 151,000 |
| Total | 1,164,371 | \$8,948,000 | 742,319 | \$6,043,000 |

For the Twelve Months Ended December 31, 1992

Promotional Allowances

| Number of <br> Recipients | Dollar <br> Amount |
| :---: | :---: |
|  | 99,230 <br> 934,682 <br> $2,934,006$ <br> - <br> - <br> 442,611 <br> 71,065 <br> - <br> 74,903 |
|  | $\frac{12,151,000}{8,802,000}$ |
|  | - |

4,556,497
$\$ 39,905,000$

Promotional Expenses

| Number of Recipients | Dollar Amount |
| :---: | :---: |
| 2,484 | \$186,000 |
| - | - |
| - | - |
| 22,658 | 3,399,000 |
| 2,858,024 | 19,200,000 |
| - | - |
| 8,098 | 324,000 |
| 318 | 1,777,000 |
| 28,205 | 705,000 |

2,919,787
$\$ 25,591,000$

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:
:83.
:
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FRANCIS $X$. MCCARTHY, JR., being duly sworn according to law upon my oath Name

## deposes and says:

1. I have examined this Quarterly Report.
2. All the information contained in this Report has been prepared in conformity with Casino Control Commission's Quarterly Report Instructions and Uniform Chart of Accounts.
3. The information contained in this Quarterly Report is accurate to the best of my knowledge and belief.


SR. VP OF FINANCE \& ADMIN. Title

001015-11
License Number

Subscribed and sworn to before me this $/ 2$ day


Sham A Jill
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Basis of Authority
to Take Oaths

# ANNUAL EMPLOYMENT AND PAYROLL REPORT 



FOR THE YEAR ENDED DECEMBER 31. 1992

TO THE

# CASINO CONTROL COMMISSION of THE STATE OF NEW JERSEY 

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$$ OF CORREAPOMOEMCE REQAROIME THIE ANMUAL EMPLOYMEMT ANO PATROLL REPORT........ Francis X. McCarthy, Jr. orficul trtac ...................... Senior V.P. of Finance \& Administration

AOORESB $\qquad$
 SIGNATURE PAGE

## For the Year Ended December 31, $19 \underline{92}$



## GROSS REVENUE anNual TAX RETURN

LICENBEE Trump Plaza Hotel and Casino<br>ADDRESS Mississippi Ave. \& Boardwalk Atlantic City, New Jersey 08401

FOR THE YEAR ENDED DECEMBER $31.19 \underline{2}$

TO THE

CASINO CONTROL COMMISSION

OF THE

## state of new Jersey

MAME OF OFFICER M CHARGE OF CORRESPONDENCE REGARDIME THE AMNUAL TAX RETURN
official title ADORESS


Francis X. McCarthy, Jr.

Senior V.P. of Finance \& Administration
Mississippi Ave. \& Boardwalk
Atlantic City, New Jersey 08401
irnoing name of licensee Trump Plaza Hotel and Casino
ANNUAL EMPLOYMENT AND PAYROLL REPORT
ENDE 0 decemaer 31, $19 \underline{92}$
(s In Housands)


## GROSS REVENUE ANNUAL TAX RETURN

for the year ended oeceuber 31, 1992

(S IN THOUSNOS)


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STATEMENT OF CONFORMITY AND ACCURACY
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STATE OF :
:SS.
COUNTY OF :
$\frac{\text { Francis X. McCarthy, Jr. }}{\text { Name }}$
$\frac{\text { Francis X. McCarthy, Jr }}{\text { Name }}$
: Ss.

COUNTY OF : , being duly sworn according
to law upon my oath deposes and says:

1. I have examined this Gross Revenue Annual Tax Return.
2. All the information contained in this Return has been prepared in conformity with the Casino Control Commission's Gross Revenue Annual Tax Return Instructions and Uniform Chart of Accounts.
3. The information contained in this Return is accurate to the best of my knowledge and belief.


Sr. V.P. of Finance \& Administrati: Title

001015-11
License Number

Subscribed and sworn to before me this 12 day

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wotan pubic of New rarer

Basis of Authority
to Take Oaths

On Behalf Of:
Trump Plaza Associates
Casino Licensee


[^0]:    * Prior year restated to conform to current year presentation.

